

# EXHIBIT E

**UNITED STATES BANKRUPTCY COURT  
FOR THE WESTERN DISTRICT OF TEXAS**

**SAN ANTONIO DIVISION**

<b>IN RE:</b>	§	
	§	<b>CASE NO. 19-50900-CAG-7</b>
<b>LEGENDARY FIELD</b>	§	
<b>EXHIBITIONS, LLC, ET AL,</b>	§	
	§	<b>CHAPTER 7</b>
<b>DEBTORS.</b>	§	
	§	
	§	
	§	
	§	
<b>COLTON SCHMIDT, INDIVIDUALLY</b>	§	
<b>AND ON BEHALF OF OTHERS</b>	§	
<b>SIMILARLY SITUATED; AND REGGIE</b>	§	
<b>NORTHROP, INDIVIDUALLY AND ON</b>	§	
<b>BEHALF OF OTHERS SIMILARLY</b>	§	
<b>SITUATED,</b>	§	
	§	
<b>PLAINTIFFS,</b>	§	<b>ADV. PRO. NO. 19-05053</b>
<b>v.</b>	§	
	§	
<b>AAF PLAYERS, LLC, THOMAS DUNDON,</b>	§	
<b>CHARLES "CHARLIE" EBERSOL,</b>	§	
<b>LEGENDARY FIELD EXHIBITIONS,</b>	§	
<b>LLC, AAF PROPERTIES, LLC, EBERSOL</b>	§	
<b>SPORTS MEDIA GROUP, INC. AND</b>	§	
<b>DOES 1 THROUGH 200, INCLUSIVE</b>	§	
	§	
<b>DEFENDANTS.</b>	§	

**DECLARATION OF NICOLE WILLIAMS**

I, NICOLE WILLIAMS, hereby declare, pursuant to 28 U. S. C. § 1746, as follows under the pains and penalties of perjury:

1. I am over the age of 18 and not a party to the action. I am an attorney at law, duly admitted and licensed to practice before all courts of the State of Texas, and I am a partner at Thompson Coburn, LLP. I am one of the attorneys for Colton Schmidt and Reggie Northrup, Plaintiffs in this action. My knowledge of facts and circumstances described herein derives from

personal knowledge and if called as a witness, I could and would competently testify thereto.

2. This declaration is submitted in support of Plaintiffs', Trustee's, and Ebersol's Joint Motion to (1) Preliminarily Approve the Settlement Agreement; (2) Grant Class Certification Pursuant to Settlement Agreement; (3) Appoint Class Counsel and Class Representative Pursuant to Settlement Agreement; (4) Approve the Form and Manner of Notice to Class Members; (5) Set a Deadline for Objections to the Settlement; and (6) Schedule a Hearing for the Final Consideration and Approval of the Settlement (the "Motion").

3. I received my Juris Doctor in 2003 from Duke University School of Law and am admitted to practice in, among others, the State Courts of the State of Texas; the United States District Court for the Eastern District of Texas; the United States District Court for the Northern District of Texas; the United States District Court for the Southern District of Texas; the United States District Court for the Western District of Texas; the U.S. Court of Appeal for the Fifth Circuit; and the United States Supreme Court.

4. I represent clients as both plaintiffs and defendants in federal and state court litigation concerning claims under federal and state antitrust statutes and unfair competition laws, in fraud investigations and resulting litigation, as well as general commercial litigation matters.

5. Relevant to this specific case, I, along with Katharine Battaia Clark of Thompson Coburn, have represented parties seeking approval of settlement involving certification of classes of plaintiffs related to a pending bankruptcy, and I also have represented parties in class actions generally, including seeking approval of settlements involving certification of settlement classes. The firm at which I am employed, Thompson Coburn, LLP, is a large firm with offices across the country and numerous attorneys with extensive class action and bankruptcy experience. A true and correct copy of my CV and the CV of Katharine Battaia Clark are attached hereto.

6. As demonstrated by the experience to which I have testified above, the representation to be afforded by Class Counsel (as defined in the Motion), of which I and others at my firm Thompson Coburn are a part, is more than sufficiently competent to represent the Class and has and will advocate zealously in the best interest of the Class.

I declare under penalty of perjury under the laws of the State of Texas and the United States of America that the foregoing statements are of my own personal knowledge and are true and correct.

Executed on this 24<sup>th</sup> day of August, 2021, at Dallas, Texas.

By: /s/ Nicole Williams  
NICOLE WILLIAMS



## Nicole Williams

Partner

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### PRACTICES

- Business Litigation
- Media and Internet
- Advertising & Rights of Publicity
- Class Action
- Antitrust

### INDUSTRIES

- Agriculture & Food
- Media and Internet

### ADMISSIONS

- Texas
- Arkansas Ct of Appeals
- Texas USDC, Eastern District
- Texas USDC, Northern District
- Texas USDC, Southern District
- Texas USDC, Western District
- US Ct Appeals, 5th Circuit (LA, MS, TX)
- US Ct Appeals, 9th Circuit (AZ, CA, HI, ID, MT, NV, OR, WA, Guam, M. Isles)
- US Ct Appeals, 11th Circuit (AL, FL, GA)
- US Supreme Ct

### AFFILIATIONS

- Federal Bar Association Antitrust & Trade Regulation Section; Secretary, 2014-2016, Deputy Chair, 2017-2019
- American Bar Association Antitrust Law Section, Vice Chair, Competition Torts Committee 2021-2022, Vice Chair, Advertising Disputes and

Nicole is a highly experienced trial lawyer who represents clients in matters involving antitrust, advertising, fraud investigations and litigation, RICO and class actions. She is the managing partner of Thompson Coburn's Dallas office.

Nicole represents clients as both plaintiffs and defendants in federal and state court litigation raising claims under federal and state antitrust statutes, unfair competition laws, Lanham Act and false advertising laws. She also defends clients from claims relating to various state consumer protection laws, particularly the laws of the states of Texas, California and New York. Nicole also represents clients as both plaintiffs and defendants in fraud investigations and resulting litigation, as well as general commercial litigation matters.

Nicole also counsels clients in the areas of antitrust and trade regulation, including advertising. She provides legal opinions and advice to a wide range of companies regarding the antitrust implications of product distribution agreements, joint ventures, other contractual arrangements, membership requirements for organizations, and mergers and acquisitions. She has provided legal opinions and advice to food, beverage and consumer product and service companies regarding existing or proposed advertising materials, including product packaging, labeling and distribution materials, and social media and website content, as well as analyzing similar competitor materials and comparative advertising campaigns. She also analyzes product packaging, labeling and social media and website content as part of due diligence in transactions. Nicole has helped clients navigate First Amendment, Texas Citizens Participation Act (anti-SLAPP) and Defamation Mitigation Act issues related to advertising, social media, business and consumer disputes and news publications.

Nicole has represented clients in investigative proceedings by the Federal Trade Commission, Department of Justice, Texas Attorney General and National Advertising Division of the Better Business Bureau.

She has held leadership positions in the antitrust sections of the nearly every national and regional bar association, including the ABA, the Federal Bar Association, the Dallas Bar Association and the State Bar of Texas.

### Experience



Litigation Committee, 2017-2020

- Antitrust & Business Litigation Council, State Bar of Texas, 2010-present
- Dallas Bar Association; Antitrust and Trade Regulation Section; Chair, 2012-2013, 2015; Treasurer, 2011; Leadership Committee, 2010, 2014
- Texas Bar Foundation, Sustaining Life Fellow
- DAYL Foundation, Fellow
- Leadership DISD Alumni

#### EMPLOYMENT

- Thompson Coburn LLP Partner, 2020-Present
- Thompson & Knight LLP Partner 2012-2020, Associate 2003-2012
- UNT Dallas College of Law Adjunct Professor and Head Coach of Advocacy Teams, 2015-Present

#### EDUCATION

- Duke University School of Law, J.D., honors, 2003; Law School Advocacy Award; Jou
- Auburn University, B.S., Chemical Engineering, cum laude, 2000

#### COMMUNITY

- Junior Players, Board of Directors, 2021-Present
- Rainbow Days, Inc., Board of Directors, 2014-2020
- Attorneys Serving the Community, 2017-Present
- Mayor's Star Council, 2016-2017
- City of Dallas Judicial Nomination Commission, Vice Chair, 2017-Present
- Dallas Association of Young Lawyers, Board of Directors, 2006

#### • Advertising and Social Media

Represented a carbon steel flange manufacturer in defense of Lanham Act and common law false advertising and unfair competition claims brought by a competitor, prevailing on summary judgment and asserting counterclaims for Lanham Act and common law false designation of origin, false advertising and unfair competition.

Represented individuals in defense of advertising and intellectual property claims related to sale of turban and other head covering products, resulting in favorable settlement.

Represented major online review company in suit related to review platform, resulting in a dismissal of the case.

Advised numerous food, beverage and consumer product companies regarding product labels; print, online and social media advertising campaigns; and distribution strategies.

Represented a major airline in a putative class action relating to airline's cancellation policy, resulting in a dismissal of the case.

Represented a major airline in a putative class action relating to airline's reward program, resulting in a dismissal of the case.

Represented an individual Yelp! reviewer in a case brought by a business asserting breach of contract and defamation claims, resulting in dismissal under the Texas Citizens' Participation Act (anti-SLAPP statute).

Represented multiple pet food manufacturers in threatened putative consumer class actions challenging labeling and advertisements.

Represented a major airline in a putative class action relating to service, resulting in voluntary dismissal following a motion to dismiss.

Represented food product manufacturer in multiple alleged nationwide and statewide class actions related to false and misleading advertising for various products.

Represented consumer product manufacturer in agency proceeding regarding allegations of false and misleading advertising.

Represented international restaurant chain in threatened putative statewide consumer class action challenging representations on restaurant menu.

Represented retail food provider in Lanham Act and Alabama Deceptive Trade Practices Act case, resulting in dismissal of first complaint and summary judgment granted in favor of client.

Represented retail food provider in threatened putative nationwide consumer class action challenging food product labels; motion to dismiss granted in related Lanham Act case.

Representing a major airline in a putative class action relating to service fees.

Representing a major consumer retail company in a putative class action relating to alleged safety issues and related product



representations.

Represented food product manufacturer in defending putative class action claims related to origin of the product, resulting in a dismissal of the complaint.

Represented multiple food product manufacturers in defending putative class action claims related to product ingredients, resulting in dismissal of claims or favorable settlements.

Represented multiple foods product manufacturers in defending putative class action claims related to "natural" representations or allegedly bioengineered or GMO ingredients, resulting in dismissal of claims or favorable settlements.

Represented various companies in investigating and making claims related to competitor advertising statements

- **Antitrust**

Representing putative class of independent retailers of higher education course materials in antitrust suit against publishers and other retailers.

Advised numerous companies regarding antitrust aspects of proposed joint ventures, mergers and acquisitions.

Represented numerous companies in responding to subpoenas and CIDs from government agencies related to antitrust investigations.

Represented a manufacturer in an adjudicatory proceeding before the Federal Trade Commission involving price-fixing allegations.

Advised numerous companies regarding potential antitrust actions and implications of competitors' behavior.

Advised numerous companies regarding antitrust policy and compliance matters.

Represented a manufacturer in direct and indirect purchaser putative class actions regarding an alleged conspiracy to fix prices.

Represented offshore drilling company in putative class action alleging antitrust and RICO violations, resulting in summary judgment in favor of client.

Represented a group of physicians in an adjudicatory proceeding before the Federal Trade Commission involving price-fixing allegations.

- **Commercial Litigation**

Representing reorganized company in fraud suit against former principals seeking recovery of over \$90 million.

Representing owners of retail chain as plaintiffs in litigation against business partners for breaches of fiduciary duties and other wrongful actions.

Represented creditors' trust in litigation against putative defendant class of shareholders receiving over \$10 million in dividends.

Represented bankruptcy chapter 11 Trustee in class action adversary proceedings related to ownership of alleged estate assets and rescission claims against the estate, securing approval of class action



settlement required to resolve over \$2 billion bankruptcy.

Represented a medical marijuana distributor in defending claims of fraud and securities violations and RICO claims, resulting in a dismissal of the case.

Represented litigation trustee in fraud suit against principal of investment scheme, resulting in a favorable judgment of over \$40 million.

Represented a student in a First Amendment challenge to educational institution policies, resulting in a favorable dismissal.

Represented a company in defending defamation claims involving the First Amendment and the Texas Citizens' Participation Act (anti-SLAPP).

Represented food product manufacturer in alleged class action regarding treatment of independent distributors, resulting in dismissal of case.

Represented food product manufacturer in arbitration proceeding regarding status of independent distributors and other labor claims, resulting in complete victory for client.

Represented food product manufacturer in action by an independent distributor for various Arkansas state law claims, resulting in Arkansas Supreme Court opinion that arbitration agreement required dismissal of case.

Represented real estate developer as the plaintiff in arbitration proceeding regarding a contractual dispute, resulting in a complete victory for client, including award of attorneys' fees.

Represented title insurance company and insureds to resolve issues relating to missing and incorrect documentation in more than 500 residential property closings across the country.

Represented banking institution in defending claims of breach of contract and fraud, resulting in take-nothing judgment in favor of the client.

Represented both plaintiffs and defendants in wrongful foreclosure actions of both commercial and residential property.

Represented both plaintiffs and defendants in actions relating to non-competition and confidentiality agreements, including obtaining temporary restraining orders.

#### **Recognitions**

- Included in The Best Lawyers in America (by BL Rankings) for Antitrust Law, Litigation-Antitrust, 2016-2022
- Recommended Attorney, The Legal 500 US by Legalease for General Commercial Disputes, 2018-2019
- Vice Chair, City of Dallas Judicial Nominating Commission, 2017-2019
- Recognized in Texas Super Lawyers by Thomson Reuters for Antitrust



Litigation, 2014-2019

- Included as a "Rising Star" for Antitrust Litigation, 2012-2014
- Listed in the Under 40 Hot List by Benchmark: Litigation, The Definitive Guide to America's Leading Litigation Firms & Attorneys, 2016-2018
- Leadership Council on Legal Diversity Fellow, 2017
- Rainbow Days Promise Award Recipient, 2015
- Listed, Best Lawyers Under 40 in Dallas by D Magazine, 2006

**Presentations**

- Consumer Protection Update, ABA Antitrust Law Section, June 8, 2021
- "Responsible Return to the Workplace: Testing and Contact Tracing," Dallas Regional Chamber, September 10, 2020
- "Consumer Protection Update," ABA Antitrust Law Section, June 18, 2019
- "Consumer Protection Litigation: U.S. Trends and Developments," ABA Antitrust Law Spring Meeting, March 28, 2019
- "Defamation and Business Disparagement – Old Torts with a New Twist in the Age of Social Media," Association of Corporate Counsel, August 8, 2018
- "Mock Trial - Motion to Dismiss Hacking Suit," ABA Antitrust Law Spring Meeting, Spring 2018
- "Consumer Legal Disputes: A View from a Consumer Advocate," September 13, 2017
- Trial-Focused Discovery: You Don't Always Get What You Want, But Get What You Need," ABA Section of Litigation Spring Meeting, Spring 2017
- "The Impact of Campbell-Ewald, Tyson Foods, and Spokeo on Class Actions," Federal Bar Association, July 2016
- "What's on your Mind? #SocialMedia from a Company's Perspective," February 25, 2016
- "CFPB Regulations and Activities: 2015 Developments and 2016 Predictions," February 17, 2016
- "Social Media at Work: #TrendingTopics" Association of Corporate Counsel, September 29, 2015
- "CFPB & UDAAP: Recent Developments & Hot Topics," Association of Corporate Counsel, June 23, 2015
- "Social Media for Brand Owners: #TrendingTopics," Association of Corporate Counsel, June 03, 2015
- "Protecting Brand Integrity: Product Theft, Diversion, and Counterfeiting and Product Reputation and Promotion," RIMS Conference, April 29, 2015



- "The Arbitration Tool Box: Arbitrating Complex Cases," Federal Bar Association, March 24, 2015
- "Hot Topics in Advertising and Branding: What In-House Attorneys and Marketing Professionals Need to Know about Compliance, Protection, and Enforcement" March 6, 2015
- "Hot Topics in Advertising and Branding: What In-House Attorneys and Marketing Professionals Need to Know about Compliance, Protection, and Enforcement," November 13, 2014
- "Class Actions and Arbitration: Developments After Concepcion," November 13, 2014
- "Getting Jury Instructions Right In Civil Antitrust Cases," ABA Antitrust Spring Meeting, March 26, 2014
- "Antitrust Aspects of M&A Transactions," Corporate Counsel Institute, Spring 2014
- "FTC v. North Carolina Dental: Implications for State Regulation," ABA Antitrust Section, July 19, 2013
- "Strategies and Tips on Multidistrict Practice and Litigation," State Bar of Texas Annual Meeting, June 20, 2013
- "The Increasing Reach and Risk of Advertising Law," Flower Mound Bar Association, May 31, 2013
- "Current Issues in E-Discovery," Dallas Bar Association Antitrust Section March 19, 2013
- "Responding to Large Document Subpoenas: Best Practices and Technologies to Avoid Wasting Money and Time," February 6, 2013
- "State Consumer Protection Laws: Enforcement and Litigation Trends in Texas," ABA Section of Antitrust, September 20, 2011
- "The Increasing Reach and Risk of Advertising Litigation," May 2011
- "ABA Antitrust Update for In-House Counsel," ABA Section of Antitrust, December 3, 2010

#### **Publications**

- "2021 Rule Changes: Texas Rules of Civil Procedure," *Dallas Bar Association Headnotes*, July 2021
- "The Texas Citizens Participation Act Enters a New Era," *On the Cusp, UNT Dallas Law Review*, Spring 2021
- "Thompson Coburn's Crazy First Year in Texas: A Q&A with Nicole Williams," *The Texas Lawbook* March 2021
- "Recent Texas Citizens Participation Act Amendments," *UNT Dallas Law Review*, Fall 2019
- "SCOTX Erects New Hurdle for Litigating Anonymous Defamation," *Texas Lawbook*, February 07, 2019



- ABA Antitrust Class Action Handbook, Chapter Contributor, 2018
- "Just How Broad is the Texas Anti-SLAPP Statute?" *Dallas Bar Association Headnotes*, November 2017
- ABA Model Jury Instructions in Civil Antitrust Cases, *Revision Committee*, 2016
- "Managing Risk in 140 Characters or Less: #BrandsOnTwitter," *Association of Corporate Counsel*, November 2015
- ABA Joint Venture Antitrust Handbook, Chapter Contributor, 2014
- Inside the Minds: Recent Developments in Advertising Law *Chapter Contributor*, 2013
- ABA Handbook of Market Definition, Chapter Contributor, 2012
- "Liberty Mutual Moves to Dismiss Spitzer Lawsuit Challenging Contingent Commission and Bid-Rigging" *The Insurance Policy*, Fall 2006
- Insurance Antitrust Handbook, Chapter Contributor, 2006
- "The FTC Rules of Practice for Adjudicative Proceedings: A Comparison to the Federal Rules" *ABA Antitrust Spring Meeting*, March 2005



## Katharine Clark

Partner

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kclark@thompsoncoburn.com

### PRACTICES

- Business Litigation
- Financial Restructuring and Bankruptcy
- Workout & Foreclosure

### INDUSTRIES

- Financial Services

### EDUCATION

- SMU Dedman School of Law, J.D., cum laude, Order of the Coif, 2004, SMU Law Review, Associate Managing Editor
- Austin College, B.A., magna cum laude, 2001

### ADMISSIONS

- Texas
- Texas USDC, Eastern District
- Texas USDC, Northern District
- Texas USDC, Southern District
- Texas USDC, Western District

### EMPLOYMENT

- Thompson Coburn LLP Partner, 2020-Present
- Hedrick Kring PLLC Partner, 2019-2020
- Thompson & Knight LLP Partner 2013-2019, Associate 2004-2013

Katie represents clients before bankruptcy courts, federal and state trial courts, arbitration panels and appellate courts nationwide. She routinely handles bankruptcy and insolvency litigation, including the representation of debtors, banks, court-appointed fiduciaries, and creditors in Chapter 11, 7, 15, and 13 bankruptcies.

Katie has broad commercial litigation experience related to troubled and insolvent businesses. Her experience includes representing companies, fiduciaries, lenders, secured and unsecured creditors, as well as constituencies from every segment of the capital structure in federal and state court reorganization, liquidation and litigation proceedings. She has helped clients navigate insolvency matters involving billions of dollars in liabilities.

In 2017, Katie was part of a team that received the Turnaround of the Year Award (Large Company) from the Turnaround Management Association for her work on the first successful bankruptcy reorganization of a life settlement company.

Katie has significant experience in bankruptcy and litigation matters involving the real estate and energy industries. She has also litigated actions related to fraud that leads to bankruptcy or other displacement of management or control, including fraudulent transfer litigation, and state and federal court receivers.

Katie enjoys the challenge of pursuing innovative solutions for her clients. Her diverse experience allows her to quickly absorb complex fact patterns and distill them so she and her clients can focus on the best strategy for the situation at hand.

### Experience

#### • Representative Experience

Served as counsel to the court-appointed fiduciary for a life settlement company with more than \$1.4 billion in liabilities.

Represented an oil and natural gas company and its affiliates, a public



#### COMMUNITY

- Attorneys Serving the Community, 2017-Present
- Junior Players, Board Member, 2017-Present
- International Student Foundation, Board Member, 2017-Present

#### PUBLICATIONS

- "Tips in Navigating the Retail Tenant Apocalypse," *Dallas Bar Headnotes*, June 2018
- "Recharacterisation risk in modern finance," *Financier Worldwide*, August 2014
- "Introduction to Chapter 15 of the Bankruptcy Code," *Dallas Bar Headnotes*, July 2012
- "§ 362(d)(3): Codification of Extend and Pretend?," *Bloomberg Law Reports-Bankruptcy*, Vol. 5, No. 20, May 16, 2011
- "Managing and Mitigating Bankruptcy Risk in the Oil and Gas World," *Co-Author, LSU Institute on Mineral Law*, Vol. 57, March 2010
- "'Willful and Malicious' Injury Exception to Discharge of Debt," *56 SMU Law Review* 1045, 2003

#### AFFILIATIONS

- International Women's Insolvency and Restructuring Confederation (IWIRC), DFW Network, Board Member, Past Chair
- State Bar of Texas
- Bar Association of the Fifth Circuit
- American Bar Association

#### RECOGNITIONS

- Listed in the Best Lawyers in America (by BL Rankings), 2021-2022

company upstream debtor, which obtained confirmation of a pre-negotiated Chapter 11 plan in four months.

Represented operators and other property owners in the defense of their rights in recharacterization fights in Texas and Delaware bankruptcy courts.

Represented a debtor, a Mexican glass manufacturer, in a cross-border (Chapter 15) restructuring of more than \$2 billion in liabilities.

Represented a financial institution as a lead creditor in a case that resulted in a successful reorganization of a major development in the Austin, Texas area.

Represented numerous tenant-in-common (TIC) clients in a matter in the U.S. Bankruptcy Court, District of Delaware, Wilmington Division.

Represented court-appointed receivers in civil securities fraud actions.

Represented a client in appeal of an award of fraud and damages for fraud resulting in a reversal of the award.

Represented a life insurance company in claim for breach of contract and breach of alleged fiduciary duties.

#### Presentations

- "Class Warfare—Class Litigation Proceedings and Structures in Bankruptcy," 35th Annual Jay L. Westbrook Bankruptcy Conference, Four Seasons Hotel, Austin, Texas November 18, 2016
- "An Overview of Bankruptcy," Federal Court Practice Seminar, May 16, 2014